



Honorable Linda B. Riegle
United States Bankruptcy Judge



Entered on Docket
December 27, 2011

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Attorneys for USACM Liquidating Trust

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR

CHAPTER 11

**Order Granting USACM Liquidating
Trust's Motion to Authorize Interim
Distribution to Certain Large Allowed
Claims**

Hearing Date: December 19, 2011
Hearing Time: 9:30 a.m.

The Court having considered the USACM Liquidating Trust's ("USACM Trust") Motion to Authorize Interim Distribution to Certain Large Allowed Claims ("the Motion") [DE 9546] at the hearing held on December 19, 2011; appropriate notice of the Motion having been given; no responses having been filed or other opposition having been raised; and good cause appearing,

IT IS ORDERED:

1. The Motion is granted;

2. The Court approves an interim \$8 million distribution to those creditors with allowed general unsecured claims;

3. Those creditors listed below will receive their pro rata share of the \$8 million distribution without unreasonable delay; and

Claim No.	Claimant	Total Allowed
10725-02578	USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC	\$128,000,000.00
10725-01099	BUNCH, DEL & ERNESTINE	\$11,358,662.28
10725-02579	USA CAPITAL FIRST TRUST DEED FUND, LLC [assigned to DTDF under the Plan]	\$7,000,000.00
10725-01687	HOMFELD II LLC	\$2,191,765.92
10725-01660	KEHL, ROBERT J & RUTH ANN	\$1,501,590.59
10725-01740	LARRY L. & PATSY R RIEGER REVOCABLE TRT DTD 8/14/91	\$1,467,156.00
10725-00784-2	BINFORD MEDICAL DEVELOPERS LLC	\$1,425,000.00
10725-01279	LERIN HILLS LTD	\$1,200,000.00
10725-00097	TERRA LAW LLP, IN TRUST FOR ALBERT LEE et. al.	\$1,000,000.00
10725-00794-3	PENSION BENEFIT GUARANTY CORPORATION	\$1,000,000.00

4. The Trust will hold in reserve the remaining balance of the \$8,000,000 that is not distributed to the above creditors for future distribution to other creditors with allowed general unsecured claims.



1 PREPARED AND RESPECTFULLY SUBMITTED BY:

2 **LEWIS AND ROCA LLP**

3 By /s/ John Hinderaker (AZ #018024)

4 Robert M. Charles, Jr.

5 John Hinderaker (*pro hac vice*)

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10 *Attorneys for USACM Liquidating Trust*

LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

_____ This Court has waived the requirement set forth in LR 9021(b)(1).

XXXX No party appeared at the hearing or filed an objection to the motion.

_____ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

_____ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

U.S. Trustee: <u>Augie Landis</u>	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input checked="" type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document
Other Party: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

Submitted by:
LEWIS AND ROCA LLP

By: /s/ John Hinderaker (AZ #018024)
Attorneys for USACM Liquidating Trust

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